

UNITED STATES DISTRICT COURT
MIDDLE DISTRICT OF TENNESSEE
NASHVILLE DIVISION

EDWARD B. WINSLOW, Individually and on)	Civil Action No. 3:10-cv-00463
Behalf of All Others Similarly Situated,)	
)
Plaintiff,)	<u>CLASS ACTION</u>
)
vs.)	Judge Kevin H. Sharp
)
	Magistrate Judge John S. Bryant
)
BANCORPSOUTH, INC., et al.,)	NOTICE OF MOTION AND LEAD
)
Defendants.)	PLAINTIFF'S MOTION FOR (1) FINAL
)
	APPROVAL OF CLASS ACTION
)
	SETTLEMENT AND PLAN OF
)
	ALLOCATION OF SETTLEMENT
)
	PROCEEDS; AND (2) APPLICATION OF
)
	LEAD PLAINTIFF'S COUNSEL FOR AN
)
	AWARD OF ATTORNEYS' FEES AND
)
	EXPENSES

TO: ALL PARTIES AND THEIR COUNSEL OF RECORD

PLEASE TAKE NOTICE that, pursuant to an Order of the Court dated July 11, 2012, on October 31, 2012, at 1:30 p.m., or as soon thereafter as counsel may be heard, at the Estes Kefauver Federal Building and United States Courthouse, 801 Broadway, Nashville, Tennessee, before the Honorable Kevin H. Sharp, United States District Judge, Lead Plaintiff Edward B. Winslow will and hereby moves for orders approving the proposed settlement of the above-captioned action, the Plan of Allocation of settlement proceeds, and the application for an award of attorneys' fees and expenses. Lead Plaintiff's motion is based on the Memorandum of Law in Support of Lead Plaintiff's Motion for Final Approval of Class Action Settlement and Plan of Allocation of Settlement Proceeds, the Memorandum of Law in Support of Application of Lead Plaintiff's Counsel for an Award of Attorneys' Fees and Expenses, the Joint Declaration of Dennis J. Herman and Jeffrey A. Berens in Support of Lead Plaintiff's Motion for Final Approval of Class Action Settlement and Plan of Allocation of Settlement Proceeds, and Application of Lead Plaintiff's Counsel for an Award of Attorneys' Fees and Expenses, the declarations of counsel, the Stipulation of Settlement, all other pleadings and matters of record, and such additional evidence or argument as may be presented at the hearing.

DATED: September 17, 2012

Respectfully submitted,

BARRETT JOHNSTON, LLC
GEORGE E. BARRETT, #2672
DOUGLAS S. JOHNSTON, JR., #5782
TIMOTHY L. MILES, #21605

s/ George E. Barrett

GEORGE E. BARRETT

217 Second Avenue, North
Nashville, TN 37201-1601
Telephone: 615/244-2202
615/252-3798 (fax)
gbarrett@barrettjohnston.com

Liaison Counsel

ROBBINS GELLER RUDMAN
& DOWD LLP
DARREN J. ROBBINS
JEFFREY D. LIGHT
655 West Broadway, Suite 1900
San Diego, CA 92101
Telephone: 619/231-1058
619/231-7423 (fax)

ROBBINS GELLER RUDMAN
& DOWD LLP
DENNIS J. HERMAN
CHRISTOPHER M. WOOD
Post Montgomery Center
One Montgomery Street, Suite 1800
San Francisco, CA 94104
Telephone: 415/288-4545
415/288-4534 (fax)

DYER & BERENS LLP
ROBERT J. DYER III
JEFFREY A. BERENS
303 East 17th Avenue, Suite 300
Denver, CO 80203
Telephone: 303/861-1764
303/395-0393 (fax)

Co-Lead Counsel for Lead Plaintiff

CERTIFICATE OF SERVICE

I hereby certify that on September 17, 2012, the foregoing was served on the following via the Court's electronic filing system:

Joseph A. Woodruff
Larry B. Childs
Heather J. Hubbard
Tera Rica Murdock
WALLER, LANSDEN, DORTCH & DAVIS
Nashville City Center
511 Union Street, Suite 2100
Nashville, TN 37219

STEVEN A. RILEY, #6258
GREGORY S. REYNOLDS, #18204
JAMES N. BOWEN, #24082
MILTON S. MCGEE, III, #24150
RILEY WARNOCK & JACOBSON, PLC
1906 West End Avenue
Nashville, TN37203
Telephone: (615) 320-3700
Facsimile: (615) 320-3737
sriley@rwjplc.com
greynolds@rwjplc.com
jimbowen@rwjplc.com
tmcgee@rwjplc.com

Counsel for Defendants

s/ George E. Barrett
GEORGE E. BARRETT